

Bill No.

~~SPECIAL ORDINANCE NO.~~ S-87-11-14, AS AMENDED

Special Ordinance No. O-291-87

AN ORDINANCE AUTHORIZING THE CITY OF FORT WAYNE TO ISSUE ITS "VARIABLE RATE DEMAND ECONOMIC DEVELOPMENT REVENUE REFUNDING BONDS, SERIES 1987 (GEORGETOWNE PLACE VENTURE PROJECT)" AND APPROVING OTHER ACTIONS IN RESPECT THERETO.

WHEREAS, the City of Fort Wayne, Indiana (the "Issuer"), is a municipal corporation and political subdivision in and of the State of Indiana, and by virtue of the laws of the State of Indiana, including Indiana Code, Title 36, Article 7, Chapters 11.9 and 12 (the "Act"), is authorized and empowered among other things (a) to issue and sell its revenue bonds and to loan the proceeds thereof to finance the acquisition, construction, equipping and installation of an economic development facility, (b) to issue and sell bonds in accordance with Indiana Code, Title 5, Article 1, Chapter 5 to refund outstanding economic development revenue bonds, and (c) to enact this Bond Ordinance and execute and deliver the agreements and assignments hereinafter identified; and

WHEREAS, the Issuer did, on December 30, 1985, issue its Economic Development Revenue Bonds, Series 1985 (Georgetown Place Venture Project) in the original principal amount of \$6,000,000 (the "Original Bonds") pursuant to the Act; and

WHEREAS, this Common Council has determined that it would be of benefit to the health and general welfare of the Issuer to currently refund the Original Bonds, and that such current refunding would comply with the Act;

BE IT ORDAINED by the Common Council of the City of Fort Wayne, Indiana that:

Section 1. It is hereby found that the issuance and sale of revenue bonds and the loan of the proceeds of such revenue bonds to Georgetowne Place Venture, an Indiana limited partnership (the "Borrower") for the current refunding of the Original Bonds, the payment of the revenue bonds by payments of the Borrower under a Loan Agreement between the Issuer and the Borrower dated as of December 1, 1987 (the "Loan Agreement"), and the securing of said bonds under an Indenture of Trust between the Issuer and Lincoln National Bank and Trust Company of Fort Wayne, as Trustee (the "Trustee") dated as of December 1, 1987 (the "Indenture") complies with the purposes and provisions of the Act and will be of benefit to the health and general welfare of the Issuer and its citizens.

Section 2. The substantially final forms of the Loan Agreement, the Indenture, the Mortgage and Security Agreement, the Supplemental and Amendatory Land Use Restriction Agreement, the Remarketing Agreement, the Tender Agent Agreement, the Guaranty Agreement, the Letter of Credit, the Credit Agreement, the Confirmation, the Confirming Bank Reimbursement Agreement, the Bond Purchase Agreement and the Limited Offering Circular are hereby approved (herein collectively referred to as the "Financing Agreement"), and the Financing Agreement shall be incorporated herein by reference and shall be inserted in the minutes of the Common Council and kept on file by the Clerk. In accordance with the provisions of the Act, two copies of the Financing Agreement are on file in the Office of the Clerk for public inspection.

Section 3. The Issuer shall issue its Variable Rate Demand Economic Development Revenue Refunding Bonds, Series 1987 (Georgetowne Place Venture Project) in the total principal amount of \$5,980,000 and maturing on December 1, 2015 (the "Series 1987 Bonds"). Said Series 1987 Bonds are to be issued for the purpose of procuring funds to loan to Borrower to currently refund the Original Bonds, and the Series 1987 Bonds will be payable as to principal, premium, if any, and interest from the payments made by the Borrower under the Loan Agreement or as otherwise provided in the above-described Indenture. The Series 1987 Bonds shall be initially issued in fully registered form in the denomination of \$100,000 or integral multiples thereof prior to the Conversion Date (as defined in the Indenture) (except that there shall be one bond in the denomination of \$80,000), and thereafter the Series 1987 Bonds may be issued in denominations of \$5,000 or any integral multiple thereof, and The Series 1987 Bonds shall be redeemable as provided in Article III of the Indenture. Payments of principal and interest are payable in lawful money of the United States of America at the principal office of the Trustee or its successor in trust or by check or draft mailed or delivered to the registered owners as provided in the Indenture. The Series 1987 Bonds shall never constitute a general obligation of, an indebtedness of, or a charge against the general credit of the City of Fort Wayne, nor are the Series 1987 Bonds payable in any manner from revenues raised by taxation.

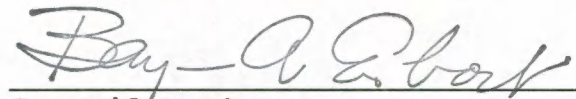
Section 4. The Mayor and Clerk are authorized and directed to sell such Series 1987 Bonds. The rate of interest per annum on the Series 1987 Bonds shall not exceed (1) the Variable Rate as determined under the Indenture from time to time, (2) the Bank Rate as determined under the Indenture, or (3) the Fixed Rate as determined under the Indenture at the Conversion Date. The Series 1987 Bonds shall be sold to Drexel Burnham Lambert, Inc. (the "Placement Agent/Remarketing Agent") at a price of not less than one hundred percent (100%) of the principal amount thereof, but the Placement Agent/Remarketing Agent may charge the Borrower a fee for its services but such fee shall not be paid from the proceeds of the Series 1987 Bonds.

Section 5. The Mayor and Clerk are authorized and directed to execute, attest, affix or imprint by any means the City seal to the documents constituting the Financing Agreement approved herein on behalf of the City and any other document which may be necessary or desirable to consummate the transaction, including the Series 1987 Bonds authorized herein. The Mayor and Clerk are hereby expressly authorized to approve any modifications or additions to the documents constituting the Financing Agreement which take place after the date of this Ordinance with the review and advice of the City Attorney; it being the express understanding of this Common Council that said Financing Agreement is in substantially final form as of the date of this Ordinance. The approval of said modifications or additions shall be conclusively evidenced by the execution and attestation thereof and the affixing of the seal thereto or the imprinting of the seal thereon; provided, however, that no such modification or addition shall change the maximum principal amount of, interest rate on or terms of the Series 1987 Bonds as approved by the Common Council by this Ordinance without further consideration by the Common Council. The signatures of the Mayor and Clerk on the Series 1987 Bonds may be either manual or facsimile signatures. The Clerk is authorized to arrange for delivery of such Series 1987 Bonds to the Tender Agent (as defined in the Indenture), as the authenticating agent appointed by the Trustee named in the Indenture, and payment for the Series 1987 Bonds will be made to the Trustee named in the Indenture and after such payment the Series 1987 Bonds will be delivered by the Tender Agent to the purchaser thereof. The

Mayor and the Clerk shall execute and the Clerk shall deliver the Series 1987 Bonds to the Tender Agent within ninety (90) days of the adoption of this Ordinance. The Series 1987 Bonds shall be originally dated the date of authentication by the Tender Agent.

Section 6. The provisions of this Ordinance and the Indenture securing the Series 1987 Bonds shall constitute a contract binding between the Issuer and the holders of the Variable Rate Demand Economic Development Revenue Refunding Bonds, Series 1987 (Georgetowne Place Venture Project), and after the issuance of said Series 1987 Bonds this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of such holders so long as the said Series 1987 Bonds or the interest thereon remains unpaid.

Section 7. This Ordinance shall be in full force and effect from and after its passage and signing by the Mayor.



Council Member

APPROVED AS TO FORM
AND LEGALITY:

Bruce O. Boxberger,
City Attorney

Dated this ____ day of December, 1987.

Bill 20

SPECIAL ORDINANCE NO. ////////////////S-87-11-14, AS AMENDED

AN ORDINANCE AUTHORIZING THE CITY OF FORT WAYNE TO ISSUE ITS "VARIABLE RATE DEMAND ECONOMIC DEVELOPMENT REVENUE REFUNDING BONDS, SERIES 1987 (GEORGETOWNE PLACE VENTURE PROJECT)" AND APPROVING OTHER ACTIONS IN RESPECT THERETO.

WHEREAS, the City of Fort Wayne, Indiana (the "Issuer"), is a municipal corporation and political subdivision in and of the State of Indiana, and by virtue of the laws of the State of Indiana, including Indiana Code, Title 36, Article 7, Chapters 11.9 and 12 (the "Act"), is authorized and empowered among other things (a) to issue and sell its revenue bonds and to loan the proceeds thereof to finance the acquisition, construction, equipping and installation of an economic development facility, (b) to issue and sell bonds in accordance with Indiana Code, Title 5, Article 1, Chapter 5 to refund outstanding economic development revenue bonds, and (c) to enact this Bond Ordinance and execute and deliver the agreements and assignments hereinafter identified; and

WHEREAS, the Issuer did, on December 30, 1985, issue its Economic Development Revenue Bonds, Series 1985 (Georgetown Place Venture Project) in the original principal amount of \$6,000,000 (the "Original Bonds") pursuant to the Act; and

WHEREAS, this Common Council has determined that it would be of benefit to the health and general welfare of the Issuer to currently refund the Original Bonds, and that such current refunding would comply with the Act;

BE IT ORDAINED by the Common Council of the City of Fort Wayne, Indiana that:

Section 1. It is hereby found that the issuance and sale of revenue bonds and the loan of the proceeds of such revenue bonds to Georgetowne Place Venture, an Indiana limited partnership (the "Borrower") for the current refunding of the Original Bonds, the payment of the revenue bonds by payments of the Borrower under a Loan Agreement between the Issuer and the Borrower dated as of ~~November~~/December 1, 1987 (the "Loan Agreement"), and the securing of said bonds under an Indenture of Trust between the Issuer and Lincoln National Bank and Trust Company of Fort Wayne, as Trustee (the "Trustee") dated as of ~~November~~December 1, 1987 (the "Indenture") complies with the purposes and provisions of the Act and will be of benefit to the health and general welfare of the Issuer and its citizens.

Section 2. The substantially final forms of the Loan Agreement, the Indenture, the Mortgage and Security Agreement, the Supplemental and Amendatory Land Use Restriction Agreement, the Remarketing Agreement, the Tender Agent Agreement, the Guaranty Agreement, the Letter of Credit, the Credit Agreement, the Confirmation, the Confirming Bank Reimbursement Agreement, the Bond Purchase Agreement and the ~~OFFICIAL/STATEMENT/Limited~~ Offering Circular are hereby approved (herein collectively referred to as the "Financing Agreement"), and the Financing Agreement shall be incorporated herein by reference and shall be inserted in the minutes of the Common Council and kept on file by the Clerk. In accordance with the provisions of the Act, two copies of the Financing Agreement are on file in the Office of the Clerk for public inspection.

1 Section 3. The Issuer shall issue its Variable Rate Demand
2 Economic Development Revenue Refunding Bonds, Series 1987
3 * (Georgetowne Place Venture Project) in the total principal
4 * amount of ~~\$3,000,000~~\$5,980,000 and maturing on
5 * ~~//////////~~December 1, 2015 (the "Series 1987
6 * Bonds"), ~~which in no event shall exceed~~ years
7 * ~~from~~ Series 1987 Bonds are to be
8 * issued for the purpose of procuring funds to loan to Borrower to
9 * currently refund the Original Bonds, and the Series 1987
10 * Bonds will be payable as to principal, premium, if any, and
11 interest from the payments made by the Borrower under the Loan
12 Agreement or as otherwise provided in the above-described
13 * Indenture. The Series 1987 Bonds shall be initially issued
14 * in fully registered form in the denomination of \$3,000\$100,000
15 * or integral multiples thereof prior to the Conversion Date (as
16 * defined in the Indenture) (except that there shall be one bond
17 * in the denomination of \$80,000), and thereafter the Series 1987
18 * Bonds may be issued in denominations of \$5,000 or any integral
19 * multiple thereof, and The Series 1987 Bonds shall be redeemable
20 as provided in Article III of the Indenture. Payments of
21 principal and interest are payable in lawful money of the United
22 States of America at the principal office of the Trustee or its
23 successor in trust or by check or draft mailed or delivered to
24 * the registered owners as provided in the Indenture. The
25 * Series 1987 Bonds shall never constitute a general
26 obligation of, an indebtedness of, or a charge against the
27 * general credit of the City of Fort Wayne, nor are the
28 * Series 1987 Bonds payable in any manner from revenues
29 raised by taxation.
30

31 Section 4. The Mayor and Clerk are authorized and directed
32 * to sell such Series 1987 Bonds. The rate of interest per
33 * annum on the Series 1987 Bonds shall not exceed (1) the
34 Variable Rate as determined under the Indenture from time to
35 time, (2) the Bank Rate as determined under the Indenture, or
36 (3) the Fixed Rate as determined under the Indenture at the
37 * Conversion Date. The Series 1987 Bonds shall be sold to
38 Drexel Burnham Lambert, Inc. (the "Placement Agent/Remarketing
39 * Agent") at a price of not less than ~~//////////~~one hundred percent
40 * (100%) of the principal amount thereof, but the Placement
41 * Agent/Remarketing Agent may charge the Borrower ~~an additional~~
42 * fee for its services but such fee shall not be paid from ~~the~~
43 * proceeds of the Series 1987 Bonds.
44

45 Section 5. The Mayor and Clerk are authorized and directed
46 to execute, attest, affix or imprint by any means the City seal
47 to the documents constituting the Financing Agreement approved
48 herein on behalf of the City and any other document which may be
49 necessary or desirable to consummate the transaction, including
50 * the Series 1987 Bonds authorized herein. The Mayor and
51 Clerk are hereby expressly authorized to approve any
52 modifications or additions to the documents constituting the
53 Financing Agreement which take place after the date of this
54 Ordinance with the review and advice of the City Attorney; it
55 being the express understanding of this Common Council that said
56 Financing Agreement is in substantially final form as of the
57 date of this Ordinance. The approval of said modifications or
58 additions shall be conclusively evidenced by the execution and
59 attestation thereof and the affixing of the seal thereto or the
60 imprinting of the seal thereon; provided, however, that no such
61 modification or addition shall change the maximum principal
62 * amount of, interest rate on or terms of the Series 1987
63 * Bonds as approved by the Common Council by this Ordinance
64 without further consideration by the Common Council. The
65 * signatures of the Mayor and Clerk on the Series 1987 Bonds
66 may be either manual or facsimile signatures. The Clerk is
67 * authorized to arrange for delivery of such Series 1987
68 * Bonds to the Tender Agent (as defined in the Indenture), as the

1 * authenticating agent appointed by the Trustee named in the
2 * Indenture, and payment for the ~~Bonds~~Series 1987 Bonds will be
3 made to the Trustee named in the Indenture and after such
4 * payment the ~~Bonds~~Series 1987 Bonds will be delivered by the
5 * ~~Trustee~~Tender Agent to the purchaser thereof. The Mayor and the
6 * Clerk shall execute and the Clerk shall deliver the ~~Bonds~~Series
7 * 1987 Bonds to the ~~Trustee~~Tender Agent within ninety (90) days of
8 * the adoption of this Ordinance. The ~~Bonds~~Series 1987 Bonds
9 * shall be originally dated the date of authentication by the
10 * ~~Trustee~~Tender Agent.

11
12 Section 6. The provisions of this Ordinance and the
13 * Indenture securing the ~~Bonds~~Series 1987 Bonds shall constitute a
14 contract binding between the Issuer and the holders of the
15 Variable Rate Demand Economic Development Revenue Refunding
16 * Bonds, Series 1987 (Georgetowne Place Venture Project), and
17 * after the issuance of said ~~Bonds~~Series 1987 Bonds this Ordinance
18 shall not be repealed or amended in any respect which would
19 * adversely affect the rights of such holders so long as the said
20 * ~~Bonds~~Series 1987 Bonds or the interest thereon remains unpaid.

21
22 Section 7. This Ordinance shall be in full force and
23 effect from and after its passage and signing by the Mayor.
24
25
26
27

28 _____
29 Council Member

30
31 APPROVED AS TO FORM
32 AND LEGALITY:
33
34
35

36 _____
37 Bruce O. Boxberger,
38 City Attorney
39
40
41

42 * Dated this ____ day of ~~November~~December, 1987.
43

Bill No. D-87-11-14

SPECIAL ORDINANCE NO. _____

AN ORDINANCE AUTHORIZING THE CITY OF FORT WAYNE TO ISSUE ITS "VARIABLE RATE DEMAND ECONOMIC DEVELOPMENT REVENUE REFUNDING BONDS, SERIES 1987 (GEORGETOWN PLACE VENTURE PROJECT)" AND APPROVING OTHER ACTIONS IN RESPECT THERETO.

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WHEREAS, this Common Council has determined that it would be of benefit to the health and general welfare of the Issuer to currently refund the Original Bonds, and that such current refunding would comply with the Act;

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Section 2. The substantially final forms of the Loan Agreement, the Indenture, the Mortgage and Security Agreement, the Remarketing Agreement, the Tender Agent Agreement, the Guaranty Agreement, the Letter of Credit, the Credit Agreement, the Confirming Bank Reimbursement Agreement and the Official Statement are hereby approved (herein collectively referred to as the "Financing Agreement"), and the Financing Agreement shall be incorporated herein by reference and shall be inserted in the minutes of the Common Council and kept on file by the Clerk. In accordance with the provisions of the Act, two copies of the Financing Agreement are on file in the Office of the Clerk for public inspection.

Section 3. The Issuer shall issue its Variable Rate Demand Economic Development Revenue Refunding Bonds, Series 1987 (Georgetown Place Venture Project) in the total principal amount of \$5,990,000 and maturing on _____, which in no event shall exceed _____ years from _____.

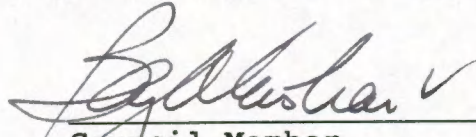
Said bonds are to be issued for the purpose of procuring funds to currently refund the Original Bonds, and the bonds will be payable as to principal, premium, if any, and interest from the payments made by the Borrower under the Loan Agreement or as otherwise provided in the above-described Indenture. The bonds shall be issued in fully registered form in the denomination of \$5,000 or integral multiples thereof, and shall be redeemable as provided in Article III of the Indenture. Payments of principal and interest are payable in lawful money of the United States of America at the principal office of the Trustee or its successor in trust or by check or draft mailed or delivered to the registered owners as provided in the Indenture. The bonds shall never constitute a general obligation of, an indebtedness of, or a charge against the general credit of the City of Fort Wayne, nor are the bonds payable in any manner from revenues raised by taxation.

Section 4. The Mayor and Clerk are authorized and directed to sell such bonds. The rate of interest per annum on the bonds shall not exceed (1) the Variable Rate as determined under the Indenture from time to time, (2) the Bank Rate as determined under the Indenture, or (3) the Fixed Rate as determined under the Indenture at the Conversion Date. The bonds shall be sold to Drexel Burnham Lambert, Inc. (the "Placement Agent/Remarketing Agent") at a price of not less than _____ percent (____%) of the principal amount thereof, but the Placement Agent/Remarketing Agent may charge the Borrower an additional fee for its services but such fee shall not be paid from bond proceeds.

Section 5. The Mayor and Clerk are authorized and directed to execute, attest, affix or imprint by any means the City seal to the documents constituting the Financing Agreement approved herein on behalf of the City and any other document which may be necessary or desirable to consummate the transaction, including the bonds authorized herein. The Mayor and Clerk are hereby expressly authorized to approve any modifications or additions to the documents constituting the Financing Agreement which take place after the date of this Ordinance with the review and advice of the City Attorney; it being the express understanding of this Common Council that said Financing Agreement is in substantially final form as of the date of this Ordinance. The approval of said modifications or additions shall be conclusively evidenced by the execution and attestation thereof and the affixing of the seal thereto or the imprinting of the seal thereon; provided, however, that no such modification or addition shall change the maximum principal amount of, interest rate on or terms of the bonds as approved by the Common Council by this Ordinance without further consideration by the Common Council. The signatures of the Mayor and Clerk on the bonds may be either manual or facsimile signatures. The Clerk is authorized to arrange for delivery of such bonds to the Trustee named in the Indenture, and payment for the bonds will be made to the Trustee named in the Indenture and after such payment the bonds will be delivered by the Trustee to the purchaser thereof. The Mayor and the Clerk shall execute and the Clerk shall deliver the bonds to the Trustee within ninety (90) days of the adoption of this Ordinance. The bonds shall be originally dated the date of authentication by the Trustee.

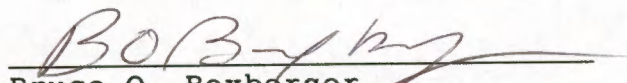
Section 6. The provisions of this Ordinance and the Indenture securing the bonds shall constitute a contract binding between the Issuer and the holders of the Variable Rate Demand Economic Development Revenue Refunding Bonds, Series 1987 (Georgetown Place Venture Project), and after the issuance of said bond this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of such holders so long as the said bonds or the interest thereon remains unpaid.

Section 7. This Ordinance shall be in full force and effect from and after its passage and signing by the Mayor.



Council Member

APPROVED AS TO FORM
AND LEGALITY:



Bruce O. Boxberger,
City Attorney

Dated this 7th day of November, 1987.

Read the first time in full and on motion by _____,
seconded by _____, and duly adopted, read the second time
by title and referred to the Committee _____ (and the City
Plan Commission for recommendation) and Public Hearing to be held after
due legal notice, at the Council Chambers, City-County Building, Fort Wayne,
Indiana, on _____, the _____ day of _____,
19_____, at _____ o'clock _____ .M., E.S.

DATE: _____

SANDRA E. KENNEDY, CITY CLERK

Read the third time in full and on motion by E. Stier,
seconded by G. Stier, and duly adopted, placed on its
passage. PASSED (~~LOST~~) by the following vote:

	<u>AYES</u>	<u>NAYS</u>	<u>ABSTAINED</u>	<u>ABSENT</u>	<u>TO-WIT:</u>
<u>TOTAL VOTES</u>	<u>9</u>	_____	_____	_____	_____
<u>BRADBURY</u>	<u>✓</u>	_____	_____	_____	_____
<u>BURNS</u>	<u>✓</u>	_____	_____	_____	_____
<u>EISBART</u>	<u>✓</u>	_____	_____	_____	_____
<u>GiaQUINTA</u>	<u>✓</u>	_____	_____	_____	_____
<u>HENRY</u>	<u>✓</u>	_____	_____	_____	_____
<u>REDD</u>	<u>✓</u>	_____	_____	_____	_____
<u>SCHMIDT</u>	<u>✓</u>	_____	_____	_____	_____
<u>STIER</u>	<u>✓</u>	_____	_____	_____	_____
<u>TALARICO</u>	<u>✓</u>	_____	_____	_____	_____

DATE: 12-8-87

Nadysa Estroff
SANDRA E. KENNEDY, CITY CLERK

Passed and adopted by the Common Council of the City of Fort
Wayne, Indiana, as (ANNEXATION) ~~(APPROPRIATION)~~ (GENERAL)

(SPECIAL) (ZONING MAP) ORDINANCE (RESOLUTION) NO. 291-87

on the 8th day of December, 1987,

ATTEST:

(SEAL)

Nadysa Estroff
SANDRA E. KENNEDY, CITY CLERK

Mark E. GiaQuinta
PRESIDING OFFICER

Presented by me to the Mayor of the City of Fort Wayne, Indiana,
on the 9th day of December, 1987,
at the hour of 10:30 o'clock A.M., E.S.T.

Nadysa Estroff
SANDRA E. KENNEDY, CITY CLERK

Approved and signed by me this 9th day of December,
1987, at the hour of 4:00 o'clock P.M., E.S.T.

Win Moses, Jr.
WIN MOSES, JR., MAYOR

Hold 'til

BILL NO. S-87-11-14

REPORT OF THE COMMITTEE ON FINANCE

WE, YOUR COMMITTEE ON FINANCE TO WHOM WAS

REFERRED AN (ORDINANCE) (~~RESOLUTION~~) AUTHORIZING THE CITY OF
FORT WAYNE TO ISSUE ITS "VARIABLE RATE DEMAND ECONOMIC
DEVELOPMENT REVENUE REFUNDING BONDS, SERIES 1987 (GEORGETOWN
PLACE VENTURE PROJECT)" AND APPROVING OTHER ACTIONS IN RESPECT
THERETO

HAVE HAD SAID (ORDINANCE) (~~RESOLUTION~~) UNDER CONSIDERATION AND BEG
LEAVE TO REPORT BACK TO THE COMMON COUNCIL THAT SAID (ORDINANCE)
(~~RESOLUTION~~)

YES

NO

[Signature]

BEN A. EISBART
CHAIRMAN

JAMES S. STIER
VICE CHAIRMAN

[Signature]

CHARLES B. REDD

[Signature]

DONALD J. SCHMIDT

[Signature]

SAMUEL J. TALARICO

CONCURRED IN 12-8-87

SANDRA E. KENNEDY
CITY CLERK